

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<div>1. Name and Address of Reporting Person*</div> <div>SANGHI STEVE</div> <div>(Last) (First) (Middle)</div> <div>C/O MICROCHIP TECHNOLOGY INCORPORATED</div> <div>2355 WEST CHANDLER BOULEVARD</div> <div>(Street)</div> <div>CHANDLER AZ 85224-6199</div> <div>(City) (State) (Zip)</div>	<div>2. Issuer Name and Ticker or Trading Symbol</div> <div>MICROCHIP TECHNOLOGY INC [MCHP]</div> <div>3. Date of Earliest Transaction (Month/Day/Year)</div> <div>11/15/2013</div> <div>4. If Amendment, Date of Original Filed (Month/Day/Year)</div>	<div>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</div> <div>X Director 10% Owner</div> <div>X Officer (give title below) Other (specify below)</div> <div>President, CEO, Chairman</div> <div>6. Individual or Joint/Group Filing (Check Applicable Line)</div> <div>X Form filed by One Reporting Person</div> <div>Form filed by More than One Reporting Person</div>
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/15/2013		M		27,937	A	\$27.05	5,101,789 ⁽¹⁾	I	Shares held Indirectly, by Trust and by Family Limited Partnership ⁽¹⁾
Common Stock	11/15/2013		S		27,937	D	\$43.45	5,073,852 ⁽²⁾	I	Shares held Indirectly, by Trust and by Family Limited Partnership ⁽²⁾
Common Stock	11/15/2013		M		28,570	A	\$43.61	5,102,422 ⁽³⁾	I	Shares held Indirectly, by Trust and by Family Limited Partnership ⁽³⁾
Common Stock	11/15/2013		M		718	A	\$43.61	5,103,140 ⁽⁴⁾	I	Shares held Indirectly, by Trust and by Family Limited Partnership ⁽⁴⁾
Common Stock	11/15/2013		M		3,500	A	\$43.61	5,106,640 ⁽⁵⁾	I	Shares held Indirectly, by Trust and by Family Limited Partnership ⁽⁵⁾
Common Stock	11/18/2013		M		10,000	A	\$27.05	5,116,640 ⁽⁶⁾	I	Shares held Indirectly, by Trust and by Family Limited Partnership
Common Stock	11/18/2013		S		10,000	D	\$43.26	5,106,640 ⁽⁷⁾	I	Shares held Indirectly, by Trust and by Family Limited Partnership ⁽⁸⁾
Common Stock	11/18/2013		S		32,788	D	\$43.43	5,073,852 ⁽²⁾	I	Shares held Indirectly, by Trust and by Family

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
										Limited Partnership ⁽²⁾

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Common Stock Option (Right to Buy)	\$27.05	11/15/2013		M			27,937	03/31/2008	04/01/2014	Common Stock	145,000	\$0	0	D	
Restricted Stock Units	\$43.61	11/15/2013		M			28,570	(9)	(9)	Common Stock	28,570	\$0	0	D	
Restricted Stock Units	\$43.61	11/15/2013		M			718	(10)	(10)	Common Stock	718	\$0	0	D	
Restricted Stock Units	\$43.61	11/15/2013		M			3,500	(11)	(11)	Common Stock	14,000	\$0	3,500	D	
Common Stock Option (Right to Buy)	\$27.05	11/18/2013		M			10,000	03/31/2007	04/01/2014	Common Stock	10,000	\$0	0	D	

Explanation of Responses:

- Of the 5,101,789 shares held, 2,064,853 shares were held by the Sanghi Trust; and 3,036,936 shares were held by the Sanghi Family Limited Partnership..
- Of the 5,,073,852 shares held, 2,036,916 shares were held by the Sanghi Trust; and 3,036,936 shares were held by the Sanghi Family Limited Partnership.
- Of the 5,,102,422 shares held, 2,065,486 shares were held by the Sanghi Trust; and 3,036,936 shares were held by the Sanghi Family Limited Partnership.
- Of the 5,103,140 shares held, 2,066,204 shares were held by the Sanghi Trust; and 3,036,936 shares were held by the Sanghi Family Limited Partnership.
- Of the 5,106,640 shares held, 2,069,704 shares were held by the Sanghi Trust; and 3,036,936 shares were held by the Sanghi Family Limited Partnership.
- Of the 5,116,640 shares held, 2,079,704 shares were held by the Sanghi Trust; and 3,036,936 shares were held by the Sanghi Family Limited Partnership.
- Of the 5,106,640 shares held, 2,069,704 shares were held by the Sanghi Trust; and 3,036,936 shares were held by the Sanghi Family Limited Partnership.
- Of the 5,,095,391 shares held, 2,058,455 shares were held by the Sanghi Trust; and 3,036,936 shares were held by the Sanghi Family Limited Partnership.
- The restricted stock units will vest in full on November 15, 2013 as long as the individual remains a service provider through the vesting date and the Company achieves performance targets for operating profit in the quarter ended December 31, 2009. Vested shares will be delivered to the reporting person upon vest.
- Each performance unit represents a contingent right to receive one share of MCHP common stock. The performance units vest in full upon MCHP achieving quarterly non-GAAP earnings per share of \$0.63 as long as the individual remains a service provider through the vesting date. Vested shares will be delivered to the reporting person upon vest.
- The restricted stock units will vest in four equal quarterly installments beginning May 15, 2013, as long as the individual remains a service provider through the vesting date. Vested shares will be delivered to the reporting person upon vest.

Remarks:

Deborah L. Wussler, as Attorney-in-Fact 11/18/2013

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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